

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

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IN RE MBNA CORPORATION	:	
DERIVATIVE AND CLASS	:	Lead Case No. 1:05-cv-00327-
LITIGATION	:	GMS
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This Document Relates To:	:	
ALL ACTIONS.	:	CLASS AND DERIVATIVE
	:	ACTION
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MOTION TO DISMISS

Defendants James H. Berick, Mary M. Boies, Benjamin R. Civiletti, William L. Jews, Stuart L. Markowitz, William B. Milstead, Thomas G. Murdough and Laura S. Unger (collectively, the "Outside Directors") hereby move, through their undersigned counsel, to dismiss the Consolidated Amended Shareholders' Class and Derivative Complaint pursuant to Rules 23.1, 12(b)(6) and 9(b) of the Federal Rules of Civil Procedure, for reasons more fully set forth in a brief filed herewith.

/s/ Edward P. Welch
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